

JONES DAY

555 CALIFORNIA STREET, 26TH FLOOR • SAN FRANCISCO, CALIFORNIA 94104

TELEPHONE: (415) 626-3939 • FACSIMILE: (415) 875-5700

Direct Number: (415) 875-5721
jpbaker@jonesday.com

VIA EMAIL

May 30, 2008

Timothy J. Fricker
James Gerald Mellen
Fricker & Mellen & Associates
409 – 13th Street, 17th Floor
Oakland, CA 94612

Nancy L. Stagg
Steven E. Fox
Fish & Richardson, P.C.
12390 El Camino Real
San Diego, CA 92130

Re: *Tjuatja v. Chi Management Group LP Short and Long Term Disability Plan*
USDC N.D. Cal. Case No. 08-0896 MMC

Dear Counsel:

As you know, I have been appointed by the District Court to serve as the mediator in this case under the court's Mediation program. Please carefully review ADR L.R. 6, which governs the Mediation program. I have attached a resume describing my professional experience.

Pursuant to ADR L.R. 6-6, I will conduct a telephone conference with all counsel before the formal mediation to discuss the following:

- the procedures to be followed;
- the nature of the case;
- appropriate dates for the mediation and anticipated length of the session;
- the parties who will be present at the session;
- ideas to improve the effectiveness of the mediation session or matters that could pose impediments;
- requirements for your written mediation statements; and
- any questions you might have about the mediation program.

I anticipate that the telephone conference will last approximately one-half hour. My secretary will call each of you in the next few days to determine your availability for the telephone conference, which I hope to conduct before June 13, 2008. Before the telephone conference, please ascertain from your clients and any insurers a selection of dates upon which the mediation may be conducted. The final date that the session can be held is July 30, 2008.

In the interest of full disclosure under ADR L.R. 2-5(d) and 28 U.S.C. §455(a), I wish to advise you of the following representations by Jones Day. Jones Day previously represented Chi Management Group, LP (closed Nov. 16, 2007). I was not personally involved in handling any matters on their behalf. Although I do not have any personal involvement with any of Chi

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JONES DAY

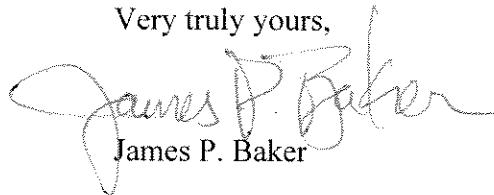
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Management Group's matters, my firm requests that the parties sign the enclosed conflict waiver.

I do not believe that these matters would prevent me from serving as an unbiased mediator in this case, and I do not understand them to require automatic disqualification under 28 U.S.C. §455(b). However, if these matters cause you or your clients concern about my ability to serve impartially, you are required to communicate your objection in writing to the ADR Unit within ten calendar days of your receipt of this letter. (See ADR L.R. 2-5(d)).

I look forward to assisting you on this case.

Very truly yours,



James P. Baker

cc: Claudia M. Forehand, Clerk's Office-ADR Unit

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CONFLICT WAIVER

_____ confirms that she/it has been apprised of the circumstances described in the foregoing letter that may constitute an actual or future conflict of interest, that it has been apprised of the requirements of ADR L.R. 2-5(d) and 28 U.S.C. § 455(a), and that it has been apprised of Jones Day's prior representation of Defendant Chi Management Group LP and the actual and prospective adverse consequences that may result from that representation.

The undersigned confirms that they nevertheless consent and waive any possible conflict by reason of James P. Baker acting as a mediator regarding *Tjuatja v. Chi Management Group LP Short and Long Term Disability Plan*, USDC N.D. Cal. Case No. 08-0896 MMC and that they will not assert the conflict as a basis to disqualify James P. Baker from acting as such.

Dated: _____, 2008

By _____
Signature

Print Name

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I have attached a resume describing my professional experience.

Note: When the date for the mediation is chosen, please be sure to write a confirming letter and copy the ADR Unit. See Mediation Sample Letter 2 – Memorializing Phone Conference And Confirming Session Date.